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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE:	:	Chapter 11
	:	Case No. 05-44481 (RDD)
DELPHI CORPORATION, <u>et al.</u> ,	:	
	:	(Jointly Administered)
Debtors.	:	
	:	
	:	
	:	

**AMENDED STATEMENT OF REPRESENTATION BY PEPPER HAMILTON LLP
OF MORE THAN ONE CREDITOR PURSUANT TO RULE 2019 OF
THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure, Pepper
Hamilton LLP submits this Amended Verified Statement and represents as follows:

1. Pepper Hamilton has been retained to represent twenty-eight creditors and
one former officer in the above referenced bankruptcy cases and has advised three creditors on
matters involved in the above referenced bankruptcy cases, as described below:

a. **Advanced Decorative Systems – Kamagraph** (“Kamagraph”),
located at Kaumagraph Flint Corporation, 4705 Industrial Drive, Millington, MI 48746.

Kamagraph provides dash board templates to the Debtors. Pepper Hamilton LLP has not entered

its appearance on behalf of Kamagraph; however, Dennis Kayes, a partner with Pepper Hamilton LLP's Detroit office, has advised Kamagraph with respect to arranging post-petition payment terms with the Debtors.

b. **Ametek, Inc.** and its divisions and affiliates, **Ametek Dixon, Rotron, Inc.** and **Taylor Hobson Precision**, with headquarters located at Ametek, Inc., 37 North Valley Road, Building 4, PO Box 1764, Paoli, PA 19301-0801. Ametek, Inc. provides various types of equipment to the Debtors and performs repair work on this equipment. Ametek Dixon provides various types of equipment to the Debtors and performs repair work in this equipment. Rotron, Inc. manufactures component parts for the Debtors for use in the Debtors' product line with General Motors Corporation. Taylor Hobson Precision provides various types of equipment to the Debtors and performs repair work on this equipment. Ametek, Inc. has a general unsecured claim against the Debtors for equipment and repair work in an amount not less than approximately \$35,000. Ametek Dixon held a pre-petition claim against the Debtors of approximately \$15,000, which amount has been paid by the Debtors. Rotron, Inc. has a general unsecured claim against the Debtors for component parts in an amount not less than approximately \$10,000. Taylor Hobson Precision has a general unsecured claim against the Debtors for equipment and repair work in an amount not less than \$7,354.50. Ametek, Inc. and its divisions and affiliates are pre-existing clients of Pepper Hamilton LLP. This matter is being handled by J. Gregg Miller, a partner and Anne Marie Aaronson, an associate, with Pepper Hamilton LLP's Philadelphia office. Pepper Hamilton LLP has not yet entered its appearance on behalf of Ametek, Inc. and its subsidiaries, but intends to do so.

c. **Efttec**, located at 2710 Bellingham Drive, Suite 100, Troy, Michigan 48083. Efttec supplies materials used by the Debtors to manufacture batteries. Efttec is

a defendant in a lawsuit filed in Oakland County (Michigan) Circuit Court by the Debtors that was recently settled. Eftec has or may have general unsecured claims, reclamation claims and/or administrative priority claims against the Debtors for product supplied to the Debtors. Eftec is a pre-existing client of Pepper Hamilton LLP. This matter was handled by Abraham Singer, a partner with Pepper Hamilton LLP's Detroit office. Pepper Hamilton LLP has not entered its appearance on behalf of Eftec.

d. **ExxonMobil Corporation** ("ExxonMobil") located in Fairfax, Virginia. ExxonMobil provides lubricants and specialty oils to the Debtors. ExxonMobil has or may have general unsecured claims, reclamation claims and/or administrative priority claims against the Debtors for lubricants and specialty oils delivered to the Debtors. ExxonMobil is a pre-existing client of Pepper Hamilton LLP. This matter is being handled by Bonnie MacDougal-Kistler, Of Counsel with Pepper Hamilton LLP's Philadelphia office. Pepper Hamilton LLP has not entered its appearance on behalf of ExxonMobil.

e. **Paul Free**, former Chief Administrative Officer and Controller of Delphi Corporation. Mr. Free has or may have general unsecured claims and/or administrative priority claims, including claims for indemnification and advancement of legal fees and expenses, against the Debtors in a currently undetermined amount. Richard Rossman, Of Counsel with Pepper Hamilton LLP's Detroit office, represents Mr. Free as part of an ongoing investigation by the Securities Exchange Commission into alleged accounting irregularities at Delphi Corporation. Mr. Free is also named as a co-defendant with Delphi Corporation in several securities and ERISA class action lawsuits filed against Delphi Corporation. Pepper Hamilton LLP has entered its appearance in the consolidated putative class action securities

cases on behalf of Paul Free, but has not yet entered its appearance on behalf of Mr. Free in the Debtors' bankruptcy cases.

f. **Henkel Corporation**, located at The Triad, Suite 200, 2000 Renaissance Blvd., Gulph Mills, PA 19406. Henkel Corporation provides chemicals to the Debtors. Henkel Corporation has or may have general unsecured claims, reclamation claims and/or administrative priority claims against the Debtors for chemicals delivered to the Debtors in an unliquidated amount. Henkel Corporation is a pre-existing client of Pepper Hamilton LLP. Prior to October 8, 2005 (the "Petition Date"), Dennis Kayes, a partner with Pepper Hamilton LLP's Detroit office, advised Henkel Corporation with respect to negotiating payment terms with the Debtors. Following the Petition Date, Dennis Kayes has been advising Henkel Corporation regarding a possible sale of its claim. Pepper Hamilton LLP has not entered an appearance on behalf of Henkel Corporation.

g. **SKF USA Inc.**, located at 1111 Adams Ave Norristown, PA 19403-2403. SKF USA Inc. provides ball bearings and seals to the Debtors. SKF USA Inc. alleges that, as of the petition date, it held pre-petition general unsecured claims, reclamation claims and/or administrative priority claims against one or more of the Debtors for ball bearings and seals delivered to the Debtors in an amount not less than \$633,852.21, certain of SKF's pre-petition claims against the Debtors have been assigned to one or more third-parties. SKF USA Inc. continues to have business dealings with the Debtors during the post-petition period under certain agreements (some or all of which may be executory contracts under section 365 of the United States Bankruptcy Code). SKF USA Inc. is a pre-existing client of Pepper Hamilton LLP. This matter is being handled by Henry J. Jaffe, a partner with Pepper Hamilton LLP's

Wilmington office. Henry J. Jaffe and James C. Carignan, an associate with Pepper Hamilton LLP's Wilmington Office, have entered their appearances on behalf of SKF USA Inc.

h. **Teleflex Incorporated**, and its affiliated companies, Capro, Ltd., Teleflex Automotive Manufacturing Corporation and Sierra International, Inc., each having an address in Limerick, Pennsylvania (collectively, "Teleflex"). Teleflex provides goods to the Debtors and has general unsecured claims, reclamation claims and/or administrative priority claims against the Debtors for goods delivered to the Debtors in an amount not less than \$1.2 million. Teleflex is a pre-existing client of Pepper Hamilton LLP. This matter is being handled by Francis J. Lawall, a partner with Pepper Hamilton LLP's Philadelphia office, and Bonnie MacDougal-Kistler, Of Counsel with Pepper Hamilton LLP's Philadelphia office. Pepper Hamilton LLP has entered its appearance on behalf of Capro, Ltd.

In addition to the foregoing, each of the individual creditors listed below is an employee of the Debtors and each matter is being handled by Dennis S. Kayes and Robert Hertzberg, partners with Pepper Hamilton LLP's Detroit Office. All have general unsecured claims related to their employment status. These claims are, for the most part, contingent and unliquidated. The Attachments to Proof of Claim for each of the creditors, listing their individual claims with particularity, are attached hereto as Exhibit A. The mailing address for each of the below listed individual creditors is:

[Creditor Name]
c/o Pepper Hamilton LLP
100 Renaissance Center, 36th Floor
Detroit, Michigan 48243-1157

- i. **John P. Arle**, Vice President and Treasurer
- j. **James A. Bertrand**, President, AHG

- k. **Kevin M. Butler**, Vice President, Human Resources Management
- l. **Choon T. Chon**, President, Asia Pacific Operations
- m. **Daniel B. Crishon**, Director of Business Processes
- n. **Michael P. Gannon**, Div. Human Resources Director
- o. **Guy C. Hachey**, President, Delphi Powertrain Systems &
President, Delphi Europe, Middle East and Africa
- p. **Karen L. Healy**, Vice President, Corporate Affairs, Marketing,
Communications and Facilities
- q. **Ronald E. Jobe**, Chief Financial Officer, Electronics & Safety
Division
- r. **David Knill**, Finance Director
- s. **Mark C. Lorenz**, Vice President, Operations & Logistics
- t. **Rodney O'Neal**, President and Chief Operating Officer
- u. **Francisco A. Ordonez**, President, Delphi Product & Service
Solutions
- v. **Jeffrey J. Owens**, President, Delphi Electronics & Safety
- w. **Ronald Pirtle**, Vice President, Delphi & President, Delphi
Thermal Systems
- x. **Ronald M. Pogue**, Business Line Executive
- y. **Robert J. Remenar**, Vice President, Delphi & President, Delphi
Steering
- z. **F. Timothy Richards**, Vice President, Delphi Electronics Group
- aa. **Gary Siddall**, Assistant Finance Director, Delphi Packard

- bb. **James A. Spencer**, President, Delphi Packard
- cc. **Dale R. Stelmach**, Director, Customer Satisfaction & Program Management
- dd. **Bette M. Walker**, Vice President & Chief Information Officer
- ee. **Mark Weber**, Executive Vice President
- ff. **James P. Whitson**, Chief Tax Officer

2. After due inquiry, upon information and belief, Pepper Hamilton LLP does not own any claims against or interests in the Debtors.

3. Pepper Hamilton LLP has complied with its ethical obligations with respect to advising its clients with respect to this concurrent representation.

4. Pepper Hamilton LLP's current representation of the parties listed at (a) through (h) are completely separate representations and these parties do not comprise a committee of any kind. The individual parties listed at (i) through (ff) have agreed to share some of the expenses associated with Pepper Hamilton LLP's representation of them, however, Pepper Hamilton LLP has been retained by each individually.

5. Pepper Hamilton LLP's current representation of the parties herein are separate representations. The clients listed above do not compromise a committee of any kind.

6. Pepper Hamilton LLP has no written contracts of representation with the clients listed above other than ordinary and usual retainer/engagement letters.

7. Pepper Hamilton LLP may also represent other clients in matters pertaining to the Debtors and in the future may undertake other engagements. Those representations may or may not result in representations in these jointly administered bankruptcy cases. If additional representations are undertaken, this Statement shall be supplemented.

8. Pepper Hamilton LLP and its clients reserve the right to amend and supplement this document regarding the priority and amount of the claims referred to herein. This statement is provided without prejudice to the right of Pepper Hamilton LLP and its clients to file any further statements, claims, proofs of claim, adversary complaints, documents, notices or pleadings whatsoever in these bankruptcy proceedings.

I, Anne Marie Aaronson, after due inquiry, declare under penalty of perjury, pursuant to 28 U.S.C. § 1746, that the facts set forth in this Verified Statement are true and correct to the best of my knowledge, information and belief.

PEPPER HAMILTON LLP

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